

Applicant / Licensee Information

1) First Name (if individual):	MI:	Last Name:	suffix:
2) Applicant Name (if entity): SOUTHWESTERN BELL WIRELESS, LLC		3) FCC Registration Number (FRN): 0004-2496-52	

ORIGINAL

Related FCC Regulated Businesses of Applicant / Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary)	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:
SEE EXHIBIT 1			

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name: KELLYE	MI: E	Last Name: ABERNATHY	Suffix:
Title: ASSISTANT VICE PRESIDENT-REGULATORY			

Signature: <i>Kellye Abernathy</i>	Date: 6/19/02
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Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1) AND/ OR FORFEITURE (U.S. Code, Title 47, Section 503).

6/26/02

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual)	MI	Last Name.	Suffix
2) Disclosable Interest Holder's Name (if entity): CINGULAR WIRELESS LLC		3) FCC Registration Number(FRN): 0004-9792-33	
4) Disclosable Interest Holder's Address: ATTENTION: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (M) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant: 100 (100) SEE EXHIBIT 1
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of interest Held:
SEE CINGULAR WIRELESS LLC'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual)	MI	Last Name.	Suffix
2) Disclosable interest Holder's Name (if entity): SBC COMMUNICATIONS INC.		3) FCC Registration Number(FRN): 0005-I 937-01	
4) Disclosable Interest Holder's Address. ATTENTION: WAYNE WATTS 175 EAST HOUSTON, SAN ANTONIO, TX 78205			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 60 (100) SEE EXHIBIT 1	
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
SEE SBC COMMUNICATIONS INC.'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual):	MI	Last Name:	Suffix
2) Disclosable Interest Holders Name (if entity): BELLSOUTH CORPORATION		3) FCC Registration Number(FRN): 0004-9424-47	
4) Disclosable Interest Holder's Address: ATTENTION: CHARLES FEATHERSTUN 1155 PEACHTREE STREET, N.E., ATLANTA, GA 30309			
5) Type of Interest in Applicant (I) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):		7) Percent of interest Held in Applicant: 40 (100) SEE EXHIBIT 1
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
SEE BELLSOUTH CORPORATION'S FCC FORM 602 THAT IS ON FILE WITH THE COMMISSION			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe II disclosable interest holders)

1) Disclosable Interest Holder's First Name (If individual)	MI	Last Name:	Suffix
2) Disclosable Interest Holder's Name (if entity): CINGULAR WIRELESS CORPORATION		3) FCC Registration Number(FRN): 0005-8238-44	
4) Disclosable Interest Holder's Address: ATTENTION: CAROL TACKER 5565 GLENRIDGE CONNECTOR, SEVENTEENTH FLOOR, ATLANTA, GA 30342			
5) Type of Interest in Applicant (D, M) (refer to Instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: Less than 1 (100) SEE EXHIBIT 1	
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): (X) Voting () Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: UNITED STATES	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): SEE EXHIBIT 2			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary).	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
SEE FCC FORM 602 ON FILE WITH THE COMMISSION FOR CINGULAR WIRELESS LLC			

FCC Ownership Disclosure Information
for the Wireless Telecommunications Services

I. METHODOLOGY USED TO CALCULATE AND REPORT OWNERSHIP INTERESTS

The indirect ownership interests reported in parentheses in response to Item 7 of the Schedule A for each of applicant's disclosable interest holders were calculated using the multiplier approach set forth in Section 1.2 112(a)(5) of the Commission's rules.¹ Although not required by the Commission's rules, *compare* 47 C.F.R. § 1.2112(a)(6) with 1.2112(a)(5), the indirect ownership interests reported in parentheses for FCC-regulated businesses in response to Item 4(d) of the Main Form or Item 1 l(d) of the Schedule A (where applicable) were also calculated using the multiplier out of an abundance of caution. Interests not reported in parentheses, including direct ownership interests for which the multiplier is inapplicable, represent actual equity holdings.

II. FCC-REGULATED BUSINESSES

1. Southwestern Bell Wireless, LLC

4a) Name and address of all FCC Regulated Businesses owed by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN): ¹	4d) Percent of Interest Held: ²
ABILENE SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CM RS Services	0001-6506-47	71 (100) ¹
AMARILLO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	000 1-6506-2 1	71 (100) ¹
CORPUS CHRISTI SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 00A Dallas, TX 75252	Provision of CMRS Services	0001-6585-17	100 (100) ¹
DALLAS SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 00A Dallas, TX 75252	Provision of CMRS Services	0001-6543-9 1	100 (100) ³

¹ 47 C.F.R. § 1.2112(a)(5). Specifically, indirect interests in the applicant were determined by successive multiplication of the ownership percentage for each link in the vertical ownership chain, except that if the ownership percentage for an interest in any link in the chain exceeds 50 percent or represents actual control, then it was treated and reported as if it were a 100 percent interest. *Id.* Although the term "actual control" is typically synonymous with *de facto* control, *see, e.g., FCBA Petition for Forbearance*, 13 F.C.C.R. 6295, 6297 (1998) ("*De facto* control is defined as actual control of the licensee . . ."), applicant has treated the term as encompassing all forms of control in an abundance of caution.

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN): ¹	4d) Percent of Interest Held: ²
EASTERN MISSOURI CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-91	98
GTE MOBILNET OF AUSTIN LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0003-5786-63	24 (24)
GTE MOBILNET OF TEXAS RSA #11 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0003-2940-48	64 (100)
GTE MOBILNET OF TEXAS RSA #16 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0003-2940-06	81 (100)
GALVESTON CELLULAR TELEPHONE COMPANY 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0003-7657-24	87 (100)
HOUSTON CELLULAR TELEPHONE COMPANY, L.P. 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-8429-21	100 (100) ³
KANSAS CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-83	81
LUBBOCK SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6507-87	71 (100) ⁴
MCALLEN-EDINBURG-MISSION SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-67	78 (100)
MIDLAND-ODESSA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6507-61	71 (100) ⁵
MISSOURI RSA 8 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-42	60
MISSOURI RSA 9B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-26	50
MISSOURI RSA 11/12 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6584-18	50

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN): ¹	4d) Percent of Interest Held: ²
OKLAHOMA CITY SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6583-92	62
OKLAHOMA RSA 3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6583-76	74
OKLAHOMA RSA 9 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6583-68	60
ST. JOSEPH SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6583-50	51
SAN ANTONIO SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6532-03	100 (100) ²
TEXAS RSA 6 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6659-91	50 (50) ³
TEXAS RSA 7B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-07	50 (50) ²
TEXAS RSA 9B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-23	36 (36) ²
TEXAS RSA 9B4 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-31	85 (100) ³
TEXAS RSA 10B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-98	75 (100) ³
TEXAS RSA 10B3 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-8372-36	75 (75) ³
TEXAS RSA 18 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-72	34 (34) ²
TEXAS RSA 19 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6660-56	33 (33) ³
TEXAS RSA 20B1 LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6650-58	50 (50) ²
TOPEKA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6586-32	77

4a) Name and address of all FCC Regulated Businesses owned by Applicant/ Licensee (use additional sheets, if necessary):	4b) Principal Business.	4c) FCC Registration Number (FRN): ¹	4d) Percent of Interest Held:- ²
WASHINGTON/BALTIMORE CELLULAR LIMITED PARTNERSHIP 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS Services	0001-6607-78	100
WICHITA SMSA LIMITED PARTNERSHIP 17330 Preston Road, Suite 100A Dallas, TX 75252	Provision of CMRS Services	0001-6586-57	60
WORCESTER TELEPHONE COMPANY 17330 Preston Road, Suite 1 OOA Dallas, TX 75252	Provision of CMRS Services	0003-6136-92	91

¹ Some of these entities have multiple FRNs. Applicant is supplying only one FRN per entity but will submit the rest upon request.

² All percentages listed are rounded to the nearest one percent.

³ Interest is held both directly and indirectly.

Description of Ownership

Southwestern Bell Wireless, LLC (“Applicant”) is an indirect wholly-owned subsidiary of Cingular Wireless LLC (“Cingular”). Cingular is the sole member in SBC Wireless LLC, which is the sole member in Southwestern Bell Mobile Systems, LLC (“SBMS”). SBMS directly holds all of the membership units in Applicant.

SBC, through various wholly owned subsidiaries, indirectly holds approximately 60 percent of Cingular’s LLC units. BellSouth Corporation (“BellSouth”), through various wholly owned subsidiaries, indirectly holds approximately 40 percent of Cingular’s LLC units. Cingular Wireless Corporation directly holds less than one percent of Cingular’s LLC units. SBC and BellSouth equally own and control Cingular Wireless Corporation, which – in addition to the *de minimis* ownership interest in Cingular – controls Cingular. Therefore, although the economic interests in Cingular are divided approximately 60/40 between SBC subsidiaries and BellSouth subsidiaries, control is equally shared. For a more detailed description of the wholly owned subsidiaries of SBC and BellSouth through which Cingular’s equity is held, please see the current FCC Form 602 on file for Cingular.’

¹ In accordance with the guidance of the Wireless Telecommunications Bureau, a separate Schedule A has not been completed for the disclosable interest holders that are intermediate wholly owned subsidiaries of applicant’s parents. *Public Notice*, “Wireless Telecommunications Bureau Answers Frequently Asked Questions Concerning Reporting of Ownership Information on FCC Form 602,” 14 F.C.C.R. 8261, 8264-65 (WTB 1999).